



2. The parties will work diligently to prepare and submit a motion for preliminary approval of the anticipated class settlement.
3. In the event that the parties are unable to reach a final agreement to settle this action, they will promptly notify the Court.
4. The parties request that the Court vacate the date now on the calendar for the March 25, 2019 Hearing on Motion to Dismiss For Failure to State A Claim Counts VII, VIII, and IX of the Complaint, and stay further proceedings in this action pending the parties' submission of a motion for preliminary approval of the anticipated class settlement. The parties anticipate that they will be in a position to make that submission to the Court within 45 days.

WHEREFORE, the parties jointly notify the Court of their agreement in principle to settle this action and request that the Court vacate all dates and deadlines now on the calendar, including the March 25, 2019 Hearing on Motion to Dismiss For Failure to State A Claim Counts VII, VIII, and IX of the Complaint, and stay further proceedings in this action pending the parties' submission of a motion for preliminary approval of the anticipated class settlement.

/s/ James R. Carroll

James R. Carroll (BBO #554426)  
Eben P. Colby (BBO #651456)  
Michael S. Hines (BBO #653943)  
Sarah L. Rosenbluth (BBO #687498)  
SKADDEN, ARPS, SLATE,  
MEAGHER & FLOM LLP  
500 Boylston Street  
Boston, Massachusetts 02116  
(617) 573-4800  
james.carroll@skadden.com  
eben.colby@skadden.com  
michael.hines@skadden.com  
sarah.rosenbluth@skadden.com

/s/ Charles H. Field

\*Charles H. Field  
SANFORD HEISLER SHARP, LLP  
655 West Broadway, Suite 1700  
San Diego, CA 92101  
Telephone: 619.577.4252  
Facsimile: 619.577.4250  
cfield@sanfordheisler.com

Andrew Miller (MA Bar # 682496)  
SANFORD HEISLER SHARP, LLP  
1666 Connecticut Avenue NW, Suite 300  
Washington, DC 20009  
Telephone: (202) 499-5200

Counsel for Defendants  
Eaton Vance Corp., Eaton Vance  
Management, Eaton Vance Investment  
Committee, and Does 1-30

Facsimile: (202) 499-5199  
amiller@sanfordheisler.com

\*David Sanford  
\*David Tracey  
\*Meredith Firetog  
SANFORD HEISLER SHARP, LLP  
1350 Avenue of the Americas, 31st Floor  
New York, NY 10019  
Phone: (646) 402-5650  
Facsimile: (646) 402-5651  
dtracey@sanfordheisler.com  
dsanford@sanfordheisler.com  
mfiretog@sanfordheisler.com

*\* Admitted pro hac vice*

Counsel for Plaintiff  
Shannon Price, Individually and On Behalf  
of All Others Similarly Situated and On  
Behalf of the Eaton Vance Profit Sharing  
and Savings Plan